IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

IN RE: § CASE NO. 25-30155

§

ALLIANCE FARM AND RANCH, LLC, § (CHAPTER 11)

§

DEBTOR

§ §

IN RE: § CASE NO. 25-31937

8

ALLIANCE ENERGY PARTNERS, LLC, § (CHAPTER 11)

§

DEBTOR §

DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN ORDER (I) DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF

NOTICE PURSUANT TO LOCAL RULE 9013-1

A HEARING ON THIS MOTION HAS BEEN SET FOR WEDNESDAY, APRIL 9, 2025 AT 2:00 PM IN COURTROOM NO. 400, UNITED STATES COURTHOUSE, 515 RUSK, HOUSTON, TX 77002.

THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

EMERGENCY RELIEF HAS BEEN REQUESTED. RELIEF IS REQUESTED NOT LATER THAN 2:00 P.M. (PREVAILING CENTRAL TIME) ON APRIL 9, 2025. IF THE COURT CONSIDERS THE MOTION ON AN EMERGENCY BASIS, THEN YOU WILL HAVE LESS THAN 21 DAYS TO ANSWER. IF YOU OBJECT TO THE REQUESTED RELIEF OR IF YOU BELIEVE THAT THE EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU SHOULD FILE AN IMMEDIATE RESPONSE.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

Alliance Farm and Ranch, LLC and Alliance Energy Partners, LLC, the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby file this *Emergency Motion* for Entry of an Order (I) Directing Joint Administration of Related Chapter 11 Cases and (II) Granting Related Relief (the "Motion"), and in support hereof, respectfully state as follows:

I. <u>JURISDICTION AND VENUE</u>

- 1. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper in this Court under 28 U.S.C. §§ 1408 and 1409.
- 2. The statutory predicates for the relief requested in this Motion are section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (as amended and modified, the "Bankruptcy Code"), Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Rule 1015-1 of the Bankruptcy Local Rules for the Southern District of Texas (the "Bankruptcy Local Rules").

II. BACKGROUND

- 3. On January 7, 2025, Alliance Farm and Ranch, LLC ("Farm and Ranch") filed a voluntary petition for relief under chapter 7 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, Houston Division. Upon motion of the Debtor, the case was converted to a Chapter 11 case on March 19, 2025 (the "Conversion Date"). On April 7, 2025, Alliance Energy Partners, LLC ("Energy") filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, Houston Division.
- 4. Pursuant to Bankruptcy Code sections 1107(a) and 1108, the Debtors are operating their businesses and managing their property as debtors in possession. No official committee has

been appointed in the Chapter 11 Cases, and no request has been made for the appointment of a trustee or examiner.

- 5. Farm and Ranch is a Texas limited liability corporation owned 100% by Jerod Furr ("Furr") who is also its managing member. Energy is a Texas limited liability corporation owned 100% by a Texas corporation AE Partners Holdings, Inc. ("Holdings"). Holdings is owned 100% by Furr. Furr is Energy's sole manager.
- 6. Farm and Ranch owned a 73-acre ranch located at 5450 Honea Egypt Rd., Montgomery, Texas 77316 (the "Property") and operated its ranching and cattle business thereon. The mortgage on the Property was held by Erik and Darla Ostrander ("Ostrander") in the approximate amount of \$4 million. On January 3, 2025, the Farm and Ranch filed a lawsuit styled Alliance Farm and Ranch, LLC v. Erik C. Ostrander and Darla Ostrander, Cause No. 25-01-00068 in the District Court of Montgomery County, Texas, 284th Judicial District (the "Lawsuit"). By the Lawsuit, the Debtor sought to enjoin Ostrander's foreclosure of the Property scheduled for January 7, 2025. Ostrander purportedly foreclosed on the Property on January 7, 2025. The Debtor's claims asserted in the Lawsuit will have bearing upon the validity of the foreclosure and constitute the primary asset of the Farm and Ranch bankruptcy estate. Farm and Ranch has minimal creditors other than Ostrander's secured claim.
- 7. Energy provides downhole drilling and measurement while drilling ("MWD") services to the oil and gas industry. Prior to its bankruptcy filing, Energy operated its business as a tenant of Farm and Ranch at the Property. As a result of Ostrander's foreclosure, Energy has had to temporarily cease its operations.
- 8. Energy is the largest unsecured creditor of Farm and Ranch with a claim totaling approximately \$1,000,000.00 as a result of its loan of funds to Farm and Ranch to purchase the

Property. Other than its claim against Farm and Ranch, Energy owes approximately \$3 million to vendors as general unsecured debt and has minimal assets with which to pay creditors.

9. The Debtors believe that the best chance for reorganization or orderly liquidation of the companies is to allow Farm and Ranch to prosecute its claims against Ostrander. If successful, Farm and Ranch would either (1) be able to reclaim the Property, thereby providing a base of operations of both Debtors to continue their businesses, or (2) in the event of a monetary recovery, be able to provide a substantial dividend to Energy's creditors in a liquidation.

III. RELIEF REQUESTED

10. By this Motion, the Debtors seek entry of an order, substantially in the form submitted herewith: (i) directing procedural consolidation and joint administration of their related Chapter 11 Cases; and (ii) granting related relief. The Debtors request that the Court maintain one file and one docket for the jointly-administered Chapter 11 Cases under the case of Alliance Farm and Ranch, LLC.

IV. BASIS FOR RELIEF REQUESTED

A. <u>Joint Administration is in the Best Interests of the Estates</u>

order, process, or judgment that is necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a). Bankruptcy Rule 1015(b) provides that if "two or more petitions are pending in the same court by or against ... a debtor and an affiliate, the court may order joint administration of the estates." FED. R. BANKR. P. 1015(a). The primary considerations to be weighed by the Court when considering joint administration are: (i) protecting creditors of different estates against potential conflicts of interest; and (ii) avoiding unnecessary costs and delays. *See* FED. R. BANKR. P. 1015(c) (discussing factors to consider); *see also Wells Fargo Bank of Texas N.A. v. Sommers*

(*In re Amco Ins.*), 444 F.3d 690, 694-96 (5th Cir. 2006). Bankruptcy Local Rule 1015-1 provides additional authority for the Court to order joint administration of the cases.

- 12. The Debtors submit that joint administration of their Chapter 11 Cases is necessary and appropriate under the circumstances. The Debtors commenced the two cases by filing voluntary petitions with the Court. The Debtors are "affiliates" as that term is defined in section 101(2) of the Bankruptcy Code. Pursuant to Bankruptcy Local Rule 1015-1, the instant Motion has been filed in the Chapter 11 Case with the lowest case number.
- 13. The Debtors' financial affairs, management, and business operations are related. The same person operates both entities as managing member. Both Debtors historically operated from the same business location. Further, Energy's claims against Farm and Ranch provide a way to compensate Energy's creditors with no or minimal detriment to the creditors of Farm and Ranch.
- 14. Many of the motions, hearings, and orders in the Chapter 11 Cases will affect both Debtors and their respective estates. Given the provisions of the Bankruptcy Rules and Bankruptcy Local Rules, the Debtors submit that joint administration will save substantial costs and prevent delays, which will serve the interests of estates and their creditors, and will in turn foster the most expeditious and economical administration of the estates. Moreover, the supervision of the administrative aspect of the Chapter 11 Cases by the Office of the United States Trustee for the Southern District of Texas will be simplified, and the Court will also be relieved of the burden of entering duplicative orders and maintaining duplicative files.
- 15. The rights of creditors will not be adversely affected by the joint administration of these Chapter 11 Cases, as the relief requested in this Motion is purely procedural. Indeed, this Motion is not intended to affect substantive rights and all creditors and parties in interest will maintain whatever rights they have under the Bankruptcy Code and applicable law, including

asserting claims or other rights against a particular Debtor's estate. Thus, all creditors will benefit by the reduced costs that will result from the joint administration of the Chapter 11 Cases.

B. <u>Separate Docket Entries and Proofs of Claim</u>

16. The Debtors also seek the Court's direction that a notation substantially similar to the following notation be entered on the docket in the Energy chapter 11 case to reflect joint administration of these cases:

An order has been entered in this case directing the joint administration of the chapter 11 cases of Alliance Farm and Ranch, LLC and Alliance Energy Partners, LLC. The docket in Case No. 25-30155 should be consulted for all matters affecting this case, and all further pleadings and other papers shall be filed in, and all further docket entries shall be made in, Case No. 25-30155.

- 17. In view of the fact that joint administration is a procedural matter only, the Debtors respectfully request that the Court direct that any creditor filing a proof of claim against the Debtors or their respective estates clearly assert its claim against the particular Debtor obligated on such claim, and not against the jointly-administered Debtors as a whole.
- 18. For these reasons, the Debtors submit that the relief requested in this Motion is in the best interests of the Debtors, their estates, creditors, and other parties in interests and, should therefore be granted by the Court.

V. EMERGENCY CONSIDERATION

19. The Debtors respectfully request emergency consideration of this Motion pursuant to Bankruptcy Local Rule 9013-1(i) and Bankruptcy Rule 6003, which authorizes a court to grant relief within the first 21 days after the commencement of a chapter 11 case "to the extent that relief is necessary to avoid immediate and irreparable harm." FED. R. BANKR. P. 6003. The Debtors believe an immediate and orderly transition into chapter 11 is critical to the viability of the Debtors and the success of these Chapter 11 Cases. The Debtors submit that they have satisfied the

"immediate and irreparable harm" standard of Bankruptcy Rule 6003, and the Debtors believe that emergency consideration is necessary and request that this Motion be heard at the first day hearing.

VI. <u>RESERVATION OF RIGHTS</u>

20. Nothing contained herein shall be deemed: (i) an admission as to the amount of, basis for, or validity of any claim against any of the Debtors under the Bankruptcy Code or other applicable non-bankruptcy law; (ii) an impairment or waiver of the Debtors' or any other party in interest's right to dispute any claim against, or interest in, any Debtor, its property or its estate; (iii) a promise or requirement to pay any prepetition claim; (iv) an assumption, adoption, or rejection of any agreement, contract, or lease under section 365 of the Bankruptcy Code; (v) an implication or admission that any particular claim is of a type specified or defined in this Motion, or any order granting the relief requested by this Motion; (vi) an implication, admission, or finding as to (a) the validity, enforceability, or perfection of any interest or encumbrance on the property of any Debtor or its estate or (b) the applicability of any exception or exclusion from property of the estate under section 541 of the Bankruptcy Code or other applicable law; (vii) an impairment or waiver of any claims or causes of action which may exist against any entity; or (viii) a waiver of any Debtors' or any other party in interest's rights under the Bankruptcy Code or any other applicable law.

VII. NOTICE

21. Notice of this Motion will be served on any party entitled to notice pursuant to Bankruptcy Rule 2002 and any other party entitled to notice pursuant to Bankruptcy Local Rule 9013-1(d).

VIII. PRAYER

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form submitted herewith: (i) granting the relief requested in this Motion; and (ii) granting the Debtors such other and further relief as the Court may deem just and proper.

DATED: April 7, 2025.

OKIN ADAMS BARTLETT CURRY LLP

By: /s/ Timothy L. Wentworth
Timothy L. Wentworth
Texas Bar No. 21179000

Email: twentworth@okinadams.com

1113 Vine St., Suite 240 Houston, Texas 77002 Tel: 713.228.4100

Fax: 346.247.7158

PROPOSED ATTORNEYS FOR THE DEBTORS

CERTIFICATE OF ACCURACY PURSUANT TO B.L.R 9013-1(i)

In accordance with Bankruptcy Local Rule 9013-1(i), I hereby certify the accuracy of the matters set forth in the foregoing Motion.

By: /s/ *Timothy L. Wentworth*Timothy L. Wentworth

CERTIFICATE OF SERVICE

I hereby certify that on April 7, 2025, a true and correct copy of the foregoing Motion was served via the Court's CM/ECF system and by United States First Class Mail to the parties listed below and on those parties listed on the attached service lists.

Dustin Etter c/o Noah E. W. Meek Irelan McDaniel, PLLC 2520 Caroline St., 2nd Floor Houston, Texas 77004

Erik and Darla Ostrander 20105 Krahn Rd. Spring, TX 77388

Len E. Walker The Weaver Law Firm 1800 Bering Dr., Suite 1050 Houston, TX 77057

United States Trustee 515 Rusk St., Suite 3516 Houston, TX 77002-2604

Reagan H. "Tres" Gibbs Samuel T. Pendergast Cokins Young 1221 Lamar St., 16th Floor Houston, TX 77010-3039

By: /s/ *Timothy L. Wentworth* Timothy L. Wentworth

Case 25-30155 Document 40 Filed in TXSB on 04/07/25 Page 10 of 13 Label Matrix for local noticing

0541-4 5450 Honea Egypt Rd Montgomery, TX 77316-2364

Case 25-30155 Southern District of Texas

Mon Apr 7 14:22:35 CDT 2025 Alliance Energy Partners, LLC

20008 Champions Forest Dr., Suite 1203

Spring, TX 77379-8697

Erik and Darla Ostrander

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Houston

Spring, TX 77388-4012

US Trustee Office of the US Trustee

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Houston, TX 77002-2604

Timothy L. Wentworth Okin Adams, LLP 1113 Vine St., Suite 240

Houston, TX 77002-1044

Alliance Energy Partners, LLC

5450 Honea Egypt Rd Montgomery, TX 77316-2364

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Cokinos Young

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United States Bankruptcy Court

PO Box 61010

Houston, TX 77208-1010

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Thaison Danny Hua Rejas Hua & Hoang, PLLC 4909 Bissonnet St.

Ste. 100

Houston, TX 77401-4051

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(d) Alliance Farm and Ranch, LLC 5450 Honea Egypt Rd. Montgomery, TX 77316-2364

(u) Dustin Etter

(u) Erik and Darla Ostrander

End of Label Matrix

Mailable recipients 12

Bypassed recipients

Total

3 15 Label Matrix for local noticing 0541-4 Case 25-31937

Southern District of Texas Houston

Mon Apr 7 16:52:03 CDT 2025 405 Technology Solutions

PO Box 8433

Jose Carrasco

Houston, TX 77066

Moore, OK 73153-8433

ASAP Thread Protecters

Alliance Drilling Tools, LLC PO Box 1503

Evanston, WY 82931-1503

Arrington Directional LLC Camp Arrington 2029 Eagle View Dr. Navasota, TX 77868-3951

Big H Transport LLC PO Box 215 Dobbin, TX 77333-0215

Brent William Smith 16516 El Camino Real, Suite 406 Houston, TX 77062-5723

Conroe Welding Supply Inc 415 South Frazier Conroe, TX 77301-5098

DIG PO Box 916 Broussard, LA 70518-0916

Downhole Works LLC 28723 Shirley Court Magnolia, TX 77355-5613 Case 25-30155 Document 40 Filed in TXSB on 04/07/25 Page 11 of 13 Alliance Energy Partners, LLC 4 20008 Champions Forest Dr.

Suite 1203

Spring, TX 77379-8697

ADM Machine Shop 14217 HWY TX-105 Conroe, TX 77306-5356

Adobe Oilfield Services, Ltd 705 W. Hillmont Odessa, TX 79764-1931

Alliance Farm and Ranch 5450 Honea Egypt Rd. Montgomery, TX 77316-2364

Bench Tree Rentals, LLC 2933 E. Davis Conroe, TX 77301-7216

Black Diamond 15425 North Freeway Suite 350 Houston, TX 77090-6016

Brittany Lopez CPA PC 7 Grogans Park, Suite 10 The Woodlands, TX 77380-2402

DAC Electrical Services, LLC 7926 Adcock Acres Dr. Conroe, TX 77303-4014

Directional Manufacturing and Supply 1098 Marcon Dr Lafayette, LA 70507

Drakewell LLC 3324 NW 135TH ST Oklahoma City, OK 73120-4054

United States Bankruptcy Court PO Box 61010 Houston, TX 77208-1010

AI Driller Inc 1801 W Wall St Midland, TX 79701-6531

All-American Trucking P.O. Box 270568 Houston, TX 77277-0568

ArcoTech Drilling Solutions REME Technologies dba Arcotech PO Box 916

Broussard, LA 70518-0916

Benjamin W. Kadden Lugenbuhl, Wheaton, Peck, Rankin 601 Poydras, Suite 2775 New Orleans, LA 70130-6041

Black Diamond Oilfield Rentals, LLC 15425 North Freeway Suite 350 Houston, TX 77090-6016

Cavare Inc Bill Beattie 12066 FM 3083 Rd Conroe, TX 77301-6104

DAVM, LLC 12419 Bagwell Rd Willis, TX 77378-4705

Discovery Downhole Services 1855 Skyview Dr. Casper, WY 82601-9641

Dril Tech, LLC PO Box 622039 Dallas, TX 75262-2039 Case 25-30155 Document 40 Filed in TXSB on 04/07/25 Drilling Tools International Dura Coatings

13920 South Meridian

Page 12 of 13 Dustin Etter

c/o Noah E. W. Meek Irelan McDaniel, PLLC 2520 Caroline, 2nd Floor

Houston, TX 77004-1000

Dyna-Drill

23400 Colonial Parkway Katy, TX 77493-3598

1514 South County Road 1309

Midland, TX 79707-5839

Dyna-Drill Technologies LLC 23400 Colonial Parkway Katy, TX 77493-3598

Oklahoma City, OK 73173-8804

DynoMax Drilling Tools USA, Inc. 2830 Farrell Road Houston, TX 77073-4106

FT Machine LLC 820 Turney Dr

Houston, TX 77038-3922

Ferretville Investments LLC 20008 Champion Forest Dr., Suite 1204

2017 Traders Ridge Drive Conroe, TX 77301-2153

Gator Technologies

GeoGuidance Drilling Services

P.O. Box 42647

Bakersfield, CA 93384-2647

Gordon Technologies LLC

PO Box 1486

Scott, LA 70583-1486

Spring, TX 77379-8697

IAE International, Inc. d/b/a Sniper

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IMECH - Innovative Mech. Solutions, LLC

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Houston, TX 77032-1332

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P.O. Box 770391

Houston, TX 77215-0391

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J & B Breakout Unit Repairs LLC

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Conroe, TX 77305-0604

Justin Renshaw

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Keystone Manufacturing

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Houston, TX 77041

Kyle V. Littlefield 32084 Ponderosa Way

Evergreen, CO 80439-6645

LMJ Solutions Oilfield Services

2700 Industrial Ln Conroe, TX 77301-4072

Lion Inspection Services 3002 Farrell Rd Houston, TX 77073-3007

Lone Star Trucking P.O. Box 872

Odessa, TX 79760-0872

2800 Broadway, Suite C-709 Pearland, TX 77581-9502

On Point Logistics

15814 Champion Forest Dr. Suite 1083

Spring, TX 77379-7141

Pegasus NGV Trucking

PO Box 689

Broussard, LA 70518-0689

Performance Power Inc. P.O. Box 1608 Casper, WY 82602-1608

Platinum Transport Service 3526 Azalea Sands Dr. Spring, TX 77386-2926

Pmax Energy Services Inc 16655-2 Telge Road Cypress, TX 77429-1387

Rig Runner 24955 I45 North The Woodlands, TX 77380

Schumacher-Dixie, LLC 5610 Polk Street Houston, TX 77023-2106

Case 25-30155 Document 40 Filed in TXSB on 04/07/25 Steel River Manufacturing LIC

18300 Strack Drive Suite 800 Spring, TX 77379-8798

Page 13 of 13 Surface Resistance Technologies LLC

2998 Old Highway 105 E Conroe, TX 77301-6452

Tellez Machine 606 Midland Dr

Houston, TX 77032-1363

Spira Systems Inc

16518 Aldine Westfield Road Suite A

Houston, TX 77037-1227

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Triumph Express 5805 Archduke Dr.

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Turnazontal LLC 8514 Hamer Ranch

San Antonio, TX 78254-4526

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United Machine Works

P 0 Box 525

New Waverly, TX 77358-0525

United States Trustee's Office 515 Rusk St., Suite 3516 Houston, TX 77002-2604

Viking Power Technologies

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Viper Energy Technology 16623 Aldine Westfield Rd. Houston, TX 77032-1351

William Hotze Kane Russell Coleman Logan, PC 5151 San Felipe, 8th Floor Houston, TX 77056-3607

Workrise - Rusco Operating, LLC 111 Congress Ave. Suite 1300 Austin, TX 78701-4092

Xela Media 851 Fisher Street unit B Houston, TX 77018-5338

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ADM Machine Shop14217 HWY TX-105Conr Adobe Oilfield Services, Ltd705 W. Hill AI Driller Inc1801 W Wall StMidland

(u) Timothy L. WentworthOkin Adams Bartlett Cu

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End of Label Matrix Mailable recipients 76 Bypassed recipients 6

Total 82